

EQS Post-admission Duties announcement: Lenzing AG / Publication according to § 119 (9) BörseG
Lenzing AG: Other admission duties to follow
28.04.2022 / 13:16
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Authorization for the acquisition and sale of own shares

Publication pursuant to section 119 para 9 Stock Exchange Act 2018 (Börsegesetz 2018) in connection with section 2 Disclosure Regulation 2018 (Veröffentlichungsverordnung 2018)

In the 78th annual general meeting held on 26 April 2022 the following resolutions were adopted:

1. For a period of 30 months from the day on which the resolution is passed, the Management Board shall be authorized in accordance with section 65 para 1 rec. 4 and 8 and para 1a and 1b of the Austrian Stock Corporations Act (AktG) - subject to the simultaneous revocation of the relevant resolution adopted by the Annual General Meeting on 18 June 2020 -, with the consent by the Supervisory Board, to acquire own shares of the Company, whereby the lowest consideration to be paid at the time of repurchase is 25% below the weighted average closing price of the last 20 trading days prior to the start of the respective repurchase program and the highest consideration to be paid at the time of repurchase is 25% above the weighted average closing price of the last 20 trading days prior to the start of the corresponding repurchase program, and to determine the terms and conditions of the repurchase, whereby the Management Board shall publish the Management Board's resolution and the respective repurchase program based on it, including its duration, in accordance with the statutory provisions (each). The Management Board may exercise this authorization once or several times within the limits of the legal requirements regarding the maximum number of own shares permitted, up to a total limit of 10% of the nominal capital. The authorization may be exercised in whole or in part or in several partial amounts and in pursuit of one or more purposes by the Company, by a subsidiary company (section 189a rec. 7 of the Austrian Commercial Code) or by third parties for the account of the Company, in particular (i) for the purpose of implementing an employee participation program including members of the Management Board and senior executives of the Company or of companies affiliated with it (Section 189a rec. 8 of the Austrian Commercial Code) or (ii) as consideration in connection with the acquisition of companies, businesses, parts of businesses or shares in one or more companies in Austria or abroad. The acquisition can be carried out on or off-exchange in compliance with the legal requirements. Trading in own shares is excluded as the purpose of acquisition.
2. The Management Board is authorized, with the consent by the Supervisory Board, to redeem or resell the acquired own shares without a further resolution of the General Meeting and to determine the terms and conditions of sale. The authorization may be exercised in whole or in several partial amounts and in pursuit of one or more purposes by the Company, by a subsidiary company (section 189a rec. 7 of the Austrian Commercial Code) or by third parties for the account of the Company.
3. The Supervisory Board is authorised to adopt any amendments to the Articles of Association resulting from the redemption of shares.
4. For a period of five years from the date of the resolution, the Management Board is authorized, with the consent by the Supervisory Board, to determine, in accordance with section 65 para 1b of the Austrian Stock Corporations Act (AktG) - subject to the simultaneous revocation of the relevant resolution adopted by the Annual General Meeting on 18 June 2020 - for the sale of own shares a legally permissible method of disposal other than via the stock exchange or a public offer and to resolve on any exclusion of the shareholders' right to repurchase (subscription right) and to determine the conditions of sale.

28.04.2022

Language: English
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End of News

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